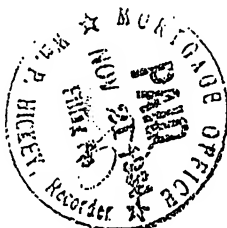


ARTICLES OF INCORPORATION  
of  
WIN OR LOSE CORPORATION

STATE OF LOUISIANA:

Form No. 100-7M-29243

11-20-35 W. P. HICKEY  
Recorder of Mortgages for the Parish of Orleans



OFFICE  
Corner Royal and Conti Streets

NEW ORLEANS, LA., Nov 21 1935

I, the undersigned Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana,  
do hereby certify that the above and foregoing Act of Incorporation of the Win or  
Lose Corporation

was this day duly recorded in my office, in Book No. 1443 Folio 355P.M.

New Orleans, Nov 21 1935

A. L. Magnusson  
Recorder of Mortgages.

Win or Lose Co  
CHARTER  
11-20-35

148-217

W. P. HICKEY

Recorder of Mortgages for the Parish of Orleans



OFFICE

Corner Royal and Conti Streets

NEW ORLEANS, LA.,

Nov 21 1934

I, the undersigned Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana,  
do hereby certify that the above and foregoing Act of Incorporation of the Win or  
Lose Corporation  
was this day duly recorded in my office, in Book No. 1493 Folio 355 PM.  
New Orleans, Nov 21 1934



A. L. Huggins  
Recorder of Mortgages.

Win or Lose Co  
CHARTER

11-20-35

148-217

ARTICLES OF INCORPORATION  
of  
WIN OR LOSE CORPORATION

STATE OF LOUISIANA:  
PARISH OF ORLEANS:

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, availing ourselves of the laws of the State of Louisiana, particularly Act 250 of the Legislature of the year 1928, as amended by Act 65 of 1932, have this day formed a corporation and for that purpose do hereby adopt the following articles of incorporation, viz:

Article I.

The name of this corporation shall be Win or Lose Corporation,

Article II.

The purpose for which this corporation is formed is to acquire, sell, trade and exchange lands and leases for the drilling and prospecting for oil, gas and other minerals, for the drilling and prospecting for drilling, exploring, mining and otherwise prospecting for all minerals; to lease and release, to buy and sell, to mortgage and pledge lands, leases, oil and mineral rights, oil, gas and mineral leases and rights; machinery and equipment; to build and erect buildings, storage facilities; to buy, sell, lease, contract for, furnish, supply or otherwise transact in oil, gas and minerals, and in general to do any and all things and to make agreements and contracts for any and all things and supplies which may be necessary and incidental to the foregoing business; to buy and sell any and all commodities and properties; to lease, buy and own mineral rights, mineral properties and real estate.

Article III.

This corporation shall exist and endure for a period of ninety-nine years from the date of its organization unless sooner provided for by law. 1934 + 99 = 2033

Article IV.

The domicile of this corporation shall be 822 Perdido Street, in the City of New Orleans, Parish of Orleans, Louisiana, and

all citations shall be had on its President and, in his absence, the Vice-President.

#### Article V.

The registered agents of the corporation are declared to be:

1. James A. Noe, President  
106 Fairview Avenue,  
Monroe, Louisiana.
2. Seymour Weiss, Vice-President  
Roosevelt Hotel,  
New Orleans, Louisiana.
3. Earle Christenberry, Secretary-Treasurer  
8416 Pritchard Place,  
New Orleans, Louisiana.

#### Article VI.

The capital stock of this corporation shall consist of Ten Thousand (\$10,000.00) Dollars, represented by one hundred shares of stock, all of which shares of stock shall be subscribed and paid for before this corporation shall commence doing business.

#### Article VII.

The affairs of this corporation shall be conducted by a Board of Directors consisting of a President, Vice-President and Secretary-Treasurer, who shall be elected on the first Monday of January of each year, the elections to be held at the offices of the corporation, and the first Board of Directors shall consist of James A. Noe, of Monroe, Louisiana, as President; Seymour Weiss, of New Orleans, Louisiana, as Vice-President and Earle Christenberry, of New Orleans, Louisiana, as Secretary-Treasurer; and the said first directors shall hold office until their successors are elected according to law.

#### Article VIII.

The said James A. Noe, Seymour Weiss and Earle Christenberry are hereby declared to be the first incorporators, with the respective production addresses as above stated.

#### Article IX.

This corporation being one which is to own and waste assets and tender for sale in the ordinary course of business, and may pay dividends from the net profits arising from such assets without deduction, depreciation or depletion of such assets thereby sustained.

~~16~~ ~~19~~

## Article X.

The Board of Directors of this corporation and no officer or officers of the same shall make any sale of any real estate of this corporation or of any lease owned by it without the consent of a majority of the stockholders obtained in writing or at a stockholders meeting on due record and vote.

The names and addresses of the incorporators and the amount of stock held by each, all such stock held being paid for, are

James, A. Noe, 106 Fairview Avenue, Monroe, Louisiana.	98 shares
Seymour Weiss, Roosevelt Hotel, New Orleans, Louisiana.	1 share
Earle Christenberry, 8416 Pritchard Place, New Orleans, Louisiana.	1 share

## Article XI.

The said Weiss and Christenberry have paid for their stock in cash and the said James A. Noe has acquired his ninety-eight shares of stock by reason of a transfer of leases and interests which he holds and contracts thereon, copies of which are hereto attached and made part hereof as fully as if written herein, together with a copy of transfer made to this corporation, acceptances thereof by this corporation and the resolution by the Board of Directors placing a value on the same equal to the amount of the said stock for which the said assignment was made.

Thus done, read and signed in my office in the presence of the undersigned attesting witnesses, in the City of New Orleans, Louisiana, on this, the 20th day of November, 1934.

## WITNESSES:

(Signed) Joe Messina  
(Signed) Murphy Roden

(Signed) JAMES A. NOE  
(Signed) SEYMOUR WEISS  
(Signed) EARLE J. CHRISTENBERRY

(Signed) A. D. DANZIGER,  
Notary Public.

STATE OF LOUISIANA:

PARISH OF ORLEANS:

Before me, the undersigned authority, personally came and <sup>4</sup> appeared James A. Noe, Seymour Weiss and Earle Christenberry, to me

#3

{ Here Seymour Weiss' holds 1 share  
{ Here Jimmy Noe Sr holds 98 shares.  
on Nov 20, 1934 -

See P-42 - Huey's widow gained 31 Shares  
+ Seymour Weiss gained 23!

These 54 shares had to come from James A. Noe!

well known, who declare that they are President, Vice-President and Secretary-Treasurer of the Win or Lose Corporation; that all the capital stock of the said corporation, being \$10,000.00 represented by one hundred shares, subscribed and paid for, ninety-eight shares of the same being paid for in properties and two shares thereof being paid for in cash, as shown by the articles of incorporation and attached documents.

(Signed) JAMES A. NOE

(Signed) SEYMOUR WEISS

(Signed) EARLE J. CHRISTENSEN

Sworn to and subscribed before me at New Orleans, Louisiana, on this the 20th day of November, 1934.

(Signed) A. D. DANZIGER,

Notary Public

18-19-20